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JOSHUA D. MANASTER
BOARD CERTIFIED REAL ESTATE LAWYER

November 14, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

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To whom it may concern:

I am enclosing herewith an original and copy of the Articles of Organization for the above captioned, together with my check to cover costs of filing.

Please file the original and forward the certified copy to me.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

JOSHUA D. MANASTER

JDM:aa
Enclosure

FILED
ON NOV 16 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-14403
JR

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I- Name:

The name of the Limited Liability Company is:

South Florida Senior Healthcare, L.L.C

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 1428 Brickell Avenue, Penthouse, Miami, Florida 33131

**ARTICLE III- Registered Agent, Registered Office
and Registered Agent's Signature**

The name and the Florida street address of the registered agent are:

Joshua D. Manaster, Esquire
1428 Brickell Avenue, Eighth Floor
Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Registered Agent's Signature

ARTICLE IV - Management

The Limited Liability Company is to be managed by one manager or more managers and is therefore a manager managed company.

Signature of member or authorized representative of member.

In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

JOSHUA D. MANASTER

Typed or printed name of signee

FILED
NOV 16 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA